

RECORDATION NO. 23390 FILED

FEB 27 '01 4-31 PM
TS
SURFACE TRANSPORTATION BOARD



13, February 2001

Ms. Taledia Stokes
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Ms. Stokes:

Please find enclosed, one (1) original and one (1) copy of the Memorandum of Railroad Equipment Lease Agreement dated as of January 11, 2001 between the following parties:

Lessee:	FPT Cleveland, LLC 8500 Aetna Road Cleveland, OH 44105
Lessor:	Joseph Transportation Services, Inc. 300 Pike Street Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, (40) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated January 11, 2001 related to forty (40) railcars bearing reporting marks AIPX 101-222, sporadic.

Please file this agreement as a primary document. A check in the amount of \$27.00, check #14350, is included for the filing fees for this document. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500, ext. 137.

Sincerely,

Joseph Transportation Services, Inc.
(formerly DJJ Transportation Services, Inc.)


Barb Brzezicki
Documentation Assistant

Enclosures



Joseph Transportation Services, Inc.
a subsidiary of Joseph Transportation

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Ms. Taledia Stokes
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Ms. Stokes:

Please find enclosed, one (1) original and one (1) copy of the Memorandum of Railroad Equipment Lease Agreement dated as of January 11, 2001 between the following parties:

Lessee: Ferrous Processing / Trading
8500 Aetna Road
Cleveland, OH 44105

Lessor: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, (40) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated January 11, 2001 related to forty (40) railcars bearing reporting marks AIPX 101-222, sporadic.

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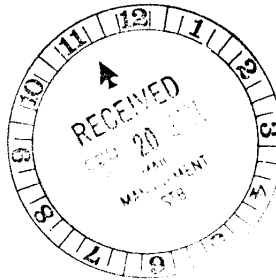
Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500, ext. 137.

Sincerely,

Joseph Transportation Services, Inc.
(formerly DJJ Transportation Services, Inc.)

Barb Brzezicki
Documentation Assistant

Enclosures



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MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT SURFACE TRANSPORTATION BOARD

This MEMORANDUM OF RAILROAD EQUIPMENT LEASE ("Memorandum of Lease") entered into this 11th day of January, 2001, is intended to evidence the lease dated as of January 11, 2001 (the "Lease"), between JOSEPH TRANSPORTATION SERVICES, INC., a Delaware corporation ("Lessor"), and FPT CLEVELAND, LLC, a Michigan limited liability company ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the forty (40) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

JOSEPH TRANSPORTATION
SERVICES, INC.

By: [Signature]

Name: LOUIS E. TERHAR

Title: CHAIRMAN + CEO

Date: January 11, 2001

FPT CLEVELAND, LLC

By: [Signature]

Name: Thomas A. Buczynski

Title: General Manager

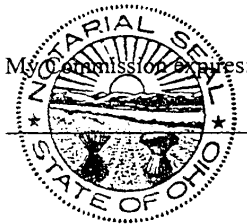
Date: January 11, 2001

STATE OF OHIO

COUNTY OF HAMILTON

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) SS:
)

The foregoing instrument was acknowledged before me this 11th day of January, 2001, by
Louis F. Terhar, the Chairman & CEO of Joseph Transportation Services, Inc., a
Delaware corporation, on behalf of the corporation.



Linda M. Baughman
Notary Public

LINDA M. BAUGHMAN
Notary Public, State of Ohio
My Commission Expires July 22, 2002

STATE OF OHIO

COUNTY OF CUYAHOGA

)
) SS:
)

The foregoing instrument was acknowledged before me this 11th day of Jan., 2001, by
Thomas Buczynski, the General Manager of FPT Cleveland, LLC, a Michigan limited
liability company, on behalf of the company.

Jennifer L. Supta
Notary Public

My Commission expires:

August 31, 2003

EXHIBIT A

To the Memorandum of Lease dated January 11, 2001, between Joseph Transportation Services, Inc. and FPT Cleveland, LLC.

DESCRIPTION OF UNITS

Forty (40) railcars bearing reporting marks as follows:

AIPX 101	AIPX 214
AIPX 110	AIPX 102
AIPX 107	AIPX 106
AIPX 108	AIPX 112
AIPX 104	AIPX 206
AIPX 216	AIPX 209
AIPX 218	AIPX 212
AIPX 211	AIPX 217
AIPX 205	AIPX 213
AIPX 208	AIPX 210
AIPX 201	AIPX 215
AIPX 204	AIPX 114
AIPX 103	AIPX 116
AIPX 105	AIPX 117
AIPX 109	AIPX 118
AIPX 111	AIPX 119
AIPX 113	AIPX 219
AIPX 202	AIPX 220
AIPX 203	AIPX 221
AIPX 207	AIPX 222

CERTIFICATE

The undersigned, Julie M. Woodard notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

Julie M. Woodard
Notary Public



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires Sept. 24, 2002